

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

20036
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

RECORDATION NO. 17913-2 FILED

FEB 11 '05 10-41 AM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

February 10, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale and Partial Release, dated February 11, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATC Trust No. 92-1B) which was previously filed with the Commission under Recordation Number 17913.

The names and addresses of the parties to the enclosed document are:

Owner Trustee: Wilmington Trust Company
(not in its individual capacity but solely as
Trustee)
1100 North Market Street
Wilmington, Delaware 19890

Indenture Trustee: Bank One Trust Company, NA
One First National Plaza
Chicago, Illinois 60670

Mr. Vernon A. Williams
February 10, 2005
Page 2

A description of the railroad equipment covered by the enclosed document is:

Railcar PSPX 001011 is being RELEASED.

A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$32.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/bjg
Enclosures

RECORDATION NO.

17913-6 FILED

BILL OF SALE AND PARTIAL RELEASE

FEB 11 '05

10:41 AM

SURFACE TRANSPORTATION BOARD

Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 92-1B (the "Lessor") under an Equipment Lease Agreement (GATC Trust 92-1B) dated as of July 1, 1992 (the "Lease") between the Lessor and GATX Financial Corporation, successor by merger to GATX Rail Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as PSPX 001011 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

Bank One Trust Company, NA, as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 92-1B) dated as of July 1, 1992 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: February 11, 2004

Wilmington Trust Company, not in its
individual capacity, but solely as
Owner Trustee

By: Title: Anita Roselli
Financial Services Officer

Bank One Trust Company, NA, as
Indenture Trustee

By: Title: Assistant Vice President

State of Delaware)
) SS:
County of New Castle)

On the 6 day of December, 2004, before me personally appeared Anita Roselli, to me known, who being by me duly sworn, says that (s)he is a FSO of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kimberly E. Faulhaber
Notary Public

KIMBERLY ELIZABETH FAULHABER
NOTARY PUBLIC - DELAWARE
My Commission Expires April 9, 2005

[Notarial Seal]
My commission expires:

State of Illinois)
) SS:
County of Cook)

On the 2 day of February, 2004, before me personally appeared Bonita Pointer, to me known, who being by me duly sworn, says that (s)he is a Asst. V.P. of Bank One Trust Company, NA, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Diane Mary Wuertz
Notary Public

[Notarial Seal]
My commission expires:

